St. Jude Resources Ltd. SEC Exemption - Rule 12g3-2(b) File No. 32-4014



ST. JUDE RESOURCES LTD. (Symbol: SJD - TSX. Venture)

#200, 5405 - 48th Avenue, Delta, BC V4K 1W6 Canada • Phone: 604.940.6565 • Fax: 604.940.6566

www.stjudegold.com

January 10, 2003

PROCESSED FEB 0 3 2003

FINANCIAL

Office of International Corporate Finance Securities and Exchange Commission 450 - 5<sup>th</sup> Street N.W. Washington, D.C. U.S.A. 20549 03003281

03 JM 21 NH 7:21

Dear Sirs:

RE: U.S. Secondary Trading: Exemption under Rule 12g3-2(b)

File Number: 82 - 4014

To update your records in this regard, please find enclosed copies of the following Insider Reports:

Michael A. Terrell dated January 10, 2003,

• Chris A. Bennett dated January 7, 2003.

We trust the enclosed is in order and remain,

Yours very truly,

ST. JUDE RESOURCES LTD.

PER:

MICHAÉL A. TERRELL,

President

/mjh

enclosures

Du 1/27

FORM 33-102F6 INSIDER REPORT	Notice — Collection and Use of Personal Information: The personal information required under this form is collected on behalf of and used by the securities required to the behalf of and used by the securities required in British Columbia. Alberia. Saskatchewan, Manitoba, Ohario, Outboe, Nova Scolia and Newfoundland pror purposes of the administration and ender public pursoant to the securities legislation in each of the jurisdictions indicated above. Other required information will remain confidential and will not be Some of the required information will remain confidential and will not be	torities set out below to Scotia and Newtoundland. Infidential and will not be
Ë	disclosed to any person or company except to any of the securities regulatory authorities or their authorized representatives. If you have any questions about the collection and use of this information, you may contact the securities regulatory authority in any jurisdiction(s) in which the required information is filled, at the address(es) or telephone number(s) set out on the back of this report.	use of this information, you his report.
BOX 1. NAME OF THE REPORTING ISSUER (BLOCK LETTERS)	BOX 3. NAME, ADDRESS AND TELEPHONE NUMBER OF THE INSIDER (BLOCK LETTERS) BOX 4. JURISDICTION	JURISDICTION(S) WHERE THE ISSUER IS A
ST. JUDE RESOURCES LTD.	FAMILY NAME OR CORPORATE NAME	Sen on the Edulation
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BOX 5. INSIDER HOLDINGS AND CHANGES (IF INITIAL REPORT, COMPLETE SECTIONS (A)	(D) (E) AND (F) ONLY. SEE ALSO INSTRUCTIONS TO BOX 5)	
(9)	(B) (C) (C) (C) (C) (C) (C) (C) (C) (C) (C	(1)
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Class "A" Common 525,145	DIRECTION 2	Bluestar Management Inc
Class "A" Common 991,760	02 Jan 2003 10 2,000 1 993,760 [1]	
[ 993,760	02 Jan 2003   10   2,500     \$1.43     996,260   11	
Options 730,000	[1] [000,0057] [1] [1]	
Warrants 525,145		Bluestar Management Inc
	BOX 6. REMARKS	
ATTACHMENT YES V NO	Options exercisable at \$0.21 per share until February 12, 2007. Two-year Warrants exercisable at \$0.28 per share until May 28, 2004.	ntil May 28, 2004.
This form is used as a uniform report for the insider reporting requirements under all provincial securities Acts. The terminology		
used is generic to accommodate the various Acts.	The undersigned certifies that the information given in this report is true and complete in every respect. It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.	
CORRESPONDENCE	BOX 7. SIGNATURE	
KEEP A COPY FOR YOUR FILE	NAME (BLOCK LETTERS) SIGNATURE I MICHAE! A TERRE!	10 Jan 2003
BCSC 55-102F6 Rev. 2001 / 6 / 25 VERSION FRANÇAISE DISPONIBLE SUR DEMANDE	)	

## INSTRUCTIONS

Insider Reports in English and French are available from Manitoba, Ontario and Québec. If you are a corporate insider in the province of Québec, you will receive correspondence in French. Individuals in the province of Québec will receive, upon request, correspondence in English

Where an insider of a reporting issuer does not own or have control or direction over securities of the reporting issuer, or where an insider's ownership or direction or control over securities of the reporting issuer remains unchanged from the last report filed, a report is not required. Insider reports are not required to be filed in New Brunswick, the Northwest Territories, Nunavut, Prince Edward Island or the Yukon

If you have any questions about the form you should be using to file your report, see National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI).

BOX 1 Name of the reporting issuer
Provide the full legal name of the reporting issuer. Use a separate report for each reporting issuer.

# BOX 2 Insider data

Indicate all of your relationship(s) to the reporting issuer using the following codes:

Reporting issuer that has acquired securities issued by itself

Subsidiary of the reporting issuer

Security holder who beneficially owns or who exercises control or direction over more than 10% of the securities of the reporting issuer (Québec Securities Act - 10% of a class of shares) to which are attached voting rights or an unlimited right to a share of the profits and to its assets in case of winding up

Director of a reporting issuer

Senior officer of a reporting issuer

Director or senior officer of a security holder referred to in 3

Director or senior officer of an insider or subsidiary of the reporting issuer, other than in 4, 5 and 6

Deemed insider - 6 months before becoming an insider

If you have filed a report before, indicate whether your relationship to the reporting issuer has changed.

Specify the date of the last report you filed, and if it is an initial report, the date on which you became an insider.

BOX 3 Name, address and telephone number of the insider Provide your name, address and business telephone number.

# BOX 4 Jurisdiction

Indicate each jurisdiction where the issuer is a reporting issuer or the equivalent.

# BOX 5 Insider holdings and changes

Show direct and indirect holdings separately, both in the initial report and where a transaction is reported. Indicate only one transaction per line.

For an initial report complete only:

- designation of class of securities held
- **(A)** present balance of class of securities held
- nature of ownership (see List of Codes)
- identification of the registered holder where ownership is not direct

If you acquired or disposed of securities while an insider, complete sections (A) to (F):

- Indicate a designation of the securities traded that is sufficient to identify the class, including yield, series, maturity.
- Indicate the number of securities, or for debt securities, the aggregate nominal value, of the class held, directly and indirectly, before the transaction that is being reported.
- C) Indicate for each transaction:
  - · the date of the transaction (not the settlement date)
  - . the nature of the transaction (see List of Codes)
  - · the number of securities acquired or disposed of, or for debt securities, the aggregate nominal value
  - . the unit price paid or received on the day of the transaction. excluding the commission
  - if the report is in United States dollars, check the space under "\$ US"

#### **List of Codes**

10

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90

## BOX 5 C Nature of transaction

Acquisition or disposition carried out privately Acquisition or disposition under a prospectus

Acquisition or disposition under a prospectus exemption

#### General Acquisition or disposition in the public market

Acquisition or disposition pursuant to a take-over bid, merger or acquisition	22
Acquisition or disposition under a purchase/ownership plan	30
Stock dividend	35
Conversion or exchange	36
Stock split or consolidation	37
Redemption/retraction/cancellation/repurchase	38
Short sale	40
Compensation for property	45
Compensation for services	46
Acquisition or disposition by gift	47
Acquisition by inheritance or disposition by bequest	48
January Contractives	

## lasuer Derivatives

1

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3

Grant of options	50
Exercise of options	51
Expiration of options	52
Grant of warrants	53
Exercise of warrants	54
Expiration of warrants	55
Grant of rights	56
Exercise of rights	57
Expiration of rights	58
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IIIII TAILY DOMVALIVOS	
Acquisition or disposition (writing) of third party derivative	70
Exercise of third party derivative	71
Other settlement of third party derivative	72
Expiration of third party derivative	73
Miscellaneous	
Change in the nature of ownership	90

Other	
D Indicate the number of securities, or for debt securities,	

- the aggregate nominal value, of the class held, directly and indirectly, after the transaction that is being reported.
- (E) Indicate the nature of ownership, control or direction of the class of securities held using the following codes:

Direct ownership Indirect ownership (identify the registered holder) Control or direction (identify the registered holder) 3

(F) For securities that are indirectly held, or over which control or direction is exercised, identify the registered holder.

# **BOX 6 Remarks**

Add any explanation necessary to make the report clearly understandable.

If space provided for any item is insufficient, additional sheets may be used. Additional sheets must refer to the appropriate Box and must be properly identified and signed.

Office staff are not permitted to after a report.

# BOX 7 Signature and filing

Sign and date the report

File one copy of the report in each jurisdiction in which the issuer is reporting within the time limits prescribed by the applicable laws of that iurisdiction.

Manually sign the report.

Legibly print or type the name of each individual signing the report.

If the report is filed on behalf of a company, partnership, trust or other entity, legibly print or type the name of that entity after the signature.

If the report is signed on behalf of an individual by an agent, there shall be filed with each jurisdiction in which the report is filed a duly completed power of attorney.

If the report is filed by facsimile in accordance with National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI), the report should be sent to the applicable securities regulatory authority at the fax number set out below.

Alberta Securities Commission 4th Floor, 300 - 5th Avenue S.W. Calgary, AB T2P 3C4 Attention: Information Officer

Telephone: (403) 297-6454 Fax. (403) 297-6156

British Columbia Securities Commission PO Box 10142, Pacific Centre 701 West Georgia Street Vancouver BC V7Y 1L2

Attention: Supervisor, Insider Reporting \* Telephone: (604) 899-6500 or (800) 373-6393 (in BC)

Fax: (604) 899-6550

The Manitoba Securities Commission 1130 - 405 Broadway Winnipeg, MB R3C 3L6 Attention: Continuous Disclosure Telephone: (204) 945-2548 (204) 945-4508

Securities Commission of Newfoundland P.O. Box 8700, 2nd Floor West Block Confederation Building St. John's, NF A1B 4J6 Attention: Director of Securities Telephone: (709) 729-4189 Fax: (709) 729-6187

Nova Scotia Securities Commission 2nd Floor, Joseph Howe Building 1690 Hollis Street, P.O. Box 458 Halitax, NS B3J 3J9 Attention: FOI Officer \*

Telephone: (902) 424-7768 Fax: (902) 424-4625 Ontario Securities Commission

Suite 1903, Box 55, 20 Queen Street West Toronto, ON M5H 3S8 Attention: FOI Coordinator \* (416) 593-8314 (416) 593-3666 Telephone:

Commission des valeurs mobilières du Québec \*\*

Stock Exchange Tower P.O. Box 246, 22nd Floor 800 Victoria Square Montreal, PQ H4Z 1G3

Responsable de l'accès à l'information \* Attention:

(514) 940-2150 or Telephone:

(800) 361-5072 (in Québec) (514) 873-3120 Fax:

Saskatchewan Securities Commission 800 - 1920 Broad Street Regina, SK S4P 3V7 Director \* Attention: (306) 787-5645 (306) 787-5899 Telephone:

For questions about the collection and use of

personal information.
In Québec questions about the collection and use of personal information may also be addressed to the Commission d'accès à l'information du Québec (1-888-528-7741).

BCSC 55-102F6 (Reverse) Rev. 2001/6/25

# St. Jude Resources Ltd. SEC Exemption - Rule 12g3-2(b) File No. 82-4014

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(See instructions on the back of this report)	may contact the securities regulat	ussesso to any mentan'i strong no any consequence regulatory authorities of the authorities of presences about it is consciounation that is required the securities regulated the required think that have a securities about the back of like report.	egulatory Authorities of a which the required in	treit authorized representatives formation is tiled at the address (e.	II you rave arry qui s) or letephone nun	salens abdul ale collection nogris) set out on the back	of this report.
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This form is used as a uniform report for the insider reporting requirements under all provincial securities Acts. The terminology used is generic to accommodate the various. Acts.

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Page 1 of 2 Options exercisable at \$0.21 per share until February 12, 2007. Two-year Warrants exercisable at \$0.28 per share until May 28, 2004.

The undersigned certifies that the internation given in this regen is true and complete in every respect. This incertains in submitted is misterating or under internation that, in a misterial respect and at the fine and in the light pure.	
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DATE OF THE REPORT

DATE TANTER PEAR 07 Jan 2003

FACE - KE 3119

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# BOX 1 Name of the reporting Issuer

Provide the full legal name of the reporting issuer. Use a separate report for each reporting issuer.

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Reporting Issuer that has acquired securities issued by itself

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Security holder who beneficially owns or who exercises control or direction over more than 10% of the securities of the reporting issuer (Québec Securities Act - 10% of a class of shares) to which are attached voting rights or an unlimited right to a share of the profits and to its assets in case of winding up

Director of a reporting issuer

Senior officer of a reporting issuer

Director or senior officer of a security holder referred to in 3

Director or senior officer of an insider or subsidiary of the reporting issuer, other than in 4, 5 and 6

Deemed insider - 5 months before becoming an insider

If you have filed a report before, indicate whether your relationship to the reporting issuer has changed.

Specify the date of the last report you filed, and if it is an initial report, the date on which you became an insider.

# Name, address and telephone number of the insider

Provide your name, address and business telephone number.

# BOX 4 Jurisdiction

Indicate each jurisdiction where the issuer is a reporting issuer or the equivalent.

# insider holdings and changes

Show direct and indirect holdings separately, both in the initial report and where a transaction is reported. Indicate only one transaction per line.

For an initial report complete only:

- A designation of class of securities held present balance of class of securities
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- ➂ nature of ownership (see List of Codes)
- identification of the registered holder where ownership is not direct

If you acquired or\_disposed of securities while an insider, complete sections (A) to (F):

- (A) Indicate a designation of the securities traded that is sufficient to
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  - . if the report is in United States dollars, check the space under "\$ US"

#### List of Codes

## BOX 5 C Nature of transaction

Acquisition or disposition in the public market

General

Acquisition or disposition carried out privately	11
Acquisition or disposition under a prospectus	15
Acquisition or disposition under a prospectus exemption	16
Acquisition or disposition pursuant to a take-over bid, merger or acquisition	22
Acquisition or disposition under a purchase/ownership plan	30
Stock dividend	35
Conversion or exchange	36
Stock split or consolidation	37
Redemption/retraction/cancellation/repurchase	36
Short sale	4(
Compensation for property	45
Compensation for services	46
Acquisition or disposition by gift	47
Acquisition by inheritance or disposition by bequest	4 8
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#### Grant of options 50 Exercise of options Expiration of options 52 53 Grant of warrants Exercise of warrants Expiration of warrants 55 Grant of rights Exercise of rights 57 Expiration of rights

#### Third Party Derivatives Acquisition or disposition (writing) of third party derivative 70 Exercise of third party derivative Other settlement of third party derivative

Expiration of third party derivative Miscellaneous Change in the nature of ownership 90

97

D Indicate the number of securities, or for debt securities, the aggregate nominal value, of the class held, directly

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Direct ownership Indirect ownership (identify the registered holder) Control or direction (identify the registered holder) 3

F For securities that are indirectly held, or over which control or direction is exercised, identify the registered holder.

# BOX 6 Remarks

Add any explanation necessary to make the report clearly understandable

If space provided for any item is insufficient, additional sheets may be used. Additional sheets must refer to the appropriate Box and must be properly identified and signed.

Office staff are not permitted to alter a report.

# BOX 7 Signature and filing

Sign and date the report.

File one copy of the report in each jurisdiction in which the issuer is reporting within the time limits prescribed by the applicable laws of that jurisdiction.

Manually sign the report.

Legibly print or type the name of each individual signing the report.

If the report is filed on behalf of a company, partnership, trust or other entity, legibly print or type the name of that entity after the signature.

If the report is signed on behalf of an individual by an agent, there shall be filed with each jurisdiction in which the report is filed a duly completed power of attorney.

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Alberta Securities Commission 4th Floor, 300 - 5th Avenue S.W. Calgary, AB T2P 3C4 Attention: Information Officer 1 Telephone: (403) 297-6454 (403) 297-6156

British Columbia Securities Commission PO Box 10142, Pacific Centre 701 West Georgia Street Vancouver BC V7Y 1L2

Attention: Supervisor, Insider Reporting \* Telephone: (604) 899-6500 or (800) 373-6393 (in BC)

(604) 899-6550

The Manitoba Securities Commission 1130 - 405 Broadwa Winnipeg, MB R3C 3L6

Attention: Continuous Disclosure Telephone: (204) 945-2548 Fax: (204) 945-4508

BCSC 55-102F6 (Reverse Rev. 2001 / 6 / 25

Securities Commission of Newfoundland P.O. Box 8700, 2nd Floor West Block Confederation Building St. John's, NF A1B 4J6

Attention: Director of Securities Telephone: (709) 729-4189 Fax: (709) 729-6187

Nova Scotia Securities Commission 2nd Floor, Joseph Howe Building 1690 Hollis Street, P.O. Box 458 Halifax, NS B3J 3J9 Attention: FOI Officer \*

Telephone: (902) 424-7768 Fax: (902) 424-4625

Ontario Securities Commission Suite 1903, Box 55, 20 Queen Street West Toronto, ON M5H 358

FOI Coordinator Attention: Telephone: (416) 593-8314 Fax: (416) 593-3666 Fax:

Commission des valeurs mobilières du Québec \*\* Stock Exchange Tower P.O. Box 246, 22nd Floor

800 Victoria Square Montreal, PQ H4Z 1G3

personal information.

Responsable de l'accès à l'information Attention: Telephone: (514) 940-2150 or (800) 361-5072 (in Québec)

Fax: (514) 873-3120

Saskatchewan Securities Commission 800 - 1920 Broad Street Regina, SK S4P 3V7 Director \* Attention: (306) 787-5645 (306) 787-5899 Telephone:

For questions about the collection and use of

In Québec questions about the collection and use of personal information may also be addressed to the Commission d'accès à l'information du Québec (1-888-528-7741).

Holtes - Collection and Use of Personal information required under this torm is collected on othalf of and used by the securities rapidatory authorities rat not taken for purposes of the operations and enforcement of certain prevail on the securities logistation in each of the spindsteps of the required information will be succeived as spindsteps to the required information will enter the configuration and will not be decided as spindsteps to the required information will enter the configuration and will not be decided to the configuration of the securities regulatory authorities or their attendances. You have any questions about the configuration and use of this information, you may be securities to any of this information, you may be securities to any invalidation to the securities to the sack of this information, you SABKAT CHEWAR BOX 4. JURISDICTION(S) WHERE THE ISSUER IS A REPORTING ISSUER OR THE EQUIVALENT DEMOTY THE REDICEMENT OF THE SHIP OF CANCERSHIP OF THE CANCERSHIP OF THE SHIP 07 Jan 2003 E734 FR,N(N) - 440 Page 2 of 2 Options exercisable at \$0.21 per share until February 12, 2007. Two-year Warrants exercisable at \$0.28 per share until May 28, 2004. S ONTARIO סרנונכ (ii) PRITISH COLUMBIA DATE OF THE REPORT NEWFOUNDLAND SOMECTIONARIOT CONTENENT CONTENENT IN 151 A RECTOR NOVA SECTIA The understigned certities that the Information given in this report is frue হাত্ৰেক্ৰামুচাৰ। in every respect, একৰ্মান জানিন্দ, গ্ৰহণাল্যা Prometton that, in a ristelial respect and all the time and in the light pirms circhmistance and micity is submitted, is misteraing or untrue AEOTHAR ] V PI SPERITA PRESENT BACKING OF GLASS OF SECURFICS HELD 61,917 75,000 59.617 48.000 | (a) BOX 3. NAME, ADDRESS AND TELFPHONE NUMBER OF THE INSIDER (BLOCK LETTERS) 7 AFT YES 10514 CD36 \$1.50 \$1.50 CHANGE IN NAME
ANDRESS OR
TELEPHONE NUMBER
FROM LAST SEPCH EXERCISE PRICE UNIT PRICE (E) AND (E) OHLY. SEE ALSD INSTRUCTIONS TO BOX 5) NUMBERNALUF UISPOSEN OF 2695 9400 5.000 2,300 FAMILY NAME ON COMPORATE MANE 40 Ventura Way BUSINESS TELEPHONE NUMBER THANSACTICKS . | 633 633 HUNGE POALUE RUSINE SS FAY NEWSER STAEET ACCUMED ONTEN VALUES Chris BENNETT Thombill 416 PROV. Onfario 416 CHRIS BENNETT NAME IBLOCK LETTERS BOX 7 SIGNATURE õ BOX G. REMARKS HATCRE 5 5 **(**e) BOX 5. INSIDER HOLDINGS AND CHANGES (IF INITIAL REPORT, COMPLETE SECTIONS(A) DAY MONTH TANK OG JUNG 2002 27 Dec 2002 PRO - MOVING / YEAR 31 Dec 2002 DATE VERSIGN FRANÇAISE DISTONDLE SUR DEVANDL 4 INITIAL REDORT DATE ON WHICH YOU SECARE AS INSURIN BOX 1 NAME OF THE REPORTING ISSUER (BLOCK LETTERS) DATE OF LAST REPORT 61, LO This form is used as a molform report for the inside reporting requirements under all provincial securities Acts. The terminology DESECUENTES
OF SECUENTES
ON LAST PROMPT č See instructions on the back of this report) 61,917 75,000 66,917 48,000 used is generic to accommodate the various Acts. **(**a) CORPTSECTION VCF KENSUSH | TRENCH Z) 3 2 7; INSIDER REPORT ST JUDE RESOURCES LTD. PELATIONS-HINS) TO REPOSITISM (\$50ER DESIGNATION OF FLASS OF SECURA 1FG Class "A" Common (Con't) Ş BCSC SE TEST & BEY DOST BY 25 : } FORM 55-102F6 BOX 2. INSIDER DATA URANGE BI RELATIONSHIP FROM LAST IT FORT Warrants ATTACHUS ME Options **-**

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## INSTRUCTIONS

Insider Reports in English and French are available from Manitoba, Ontario and Québec. If you are a corporate insider in the province of Québec, you will receive correspondence in French. Individuals in the province of Québec will receive, upon request, correspondence in English.

Where an insider of a reporting issuer does not own or have control or direction over securities of the reporting issuer, or where an insider's ownership or direction or control over securities of the reporting issuer remains unchanged from the last report filed, a report is not required. Insider reports are not required to be filed in New Brunswick, the Northwest Territories, Nunavut, Prince Edward Island or the Yukon.

If you have any questions about the form you should be using to file your report, see National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI).

#### BOX 1 Name of the reporting Issuer

Provide the full legal name of the reporting issuer. Use a separate report for each reporting issuer.

Indicate all of your relationship(s) to the reporting issuer using the tollowing codes:

Reporting issuer that has acquired securities issued by itself

Subsidiary of the reporting issued

Security holder who beneficially owns or who exercises control or direction over more than 10% of the securities of the reporting issuer (Québec Securities Act — 10% of a class of shares) to which are attached voting rights or an unlimited right to a share of the profits and to its assets in case of winding up

Director of a reporting issuer

Senior officer of a reporting issuer

Director or senior officer of a security holder referred to in 3

Director or senior officer of an insider or subsidiary of the reporting issuer, other than in 4, 5 and 6

Deemed insider + 6 months before becoming an insider

If you have filed a report before, indicate whether your relationship to the reporting issuer has changed.

Specify the date of the last report you filed, and if it is an initial report, the date on which you became an insider.

BOX 3 Name, address and telephone number of the insider Provide your name, address and business telephone number.

#### BOX 4 Jurisdiction

Indicate each jurisdiction where the issuer is a reporting issuer or the equivalent.

# insider holdings and changes

Show direct and indirect holdings separately, both in the initial report and where a transaction is reported. Indicate only one transaction

For an initial report complete only:

- (A) designation of class of securities held
- present balance of class of securities held
- nature of ownership (see List of Codes)
- (Ē) identification of the registered holder where ownership is not direct

If you acquired or disposed of securities while an insider, complete sections (A) to (F):

- (A) Indicate a designation of the securities traded that is sufficient to
- identify the class, including yield, series, maturity. Indicate the number of securities, or for debt securities, the (B) aggregate nominal value, of the class held, directly and indirectly, before the transaction that is being reported.
- C Indicate for each transaction:
  - · the date of the transaction (not the settlement date)
  - · the nature of the transaction (see List of Codes)
  - · the number of securities acquired or disposed of, or for debt securities, the aggregate nominal value
  - . the unit price paid or received on the day of the transaction, excluding the commission
  - . if the report is in United States dollars, check the space under "\$ US"

## List of Codes

BOX 5 © Nature of transaction	
General	
Acquisition or disposition in the public market	10
Acquisition or disposition carried out privately	1.1
Acquisition or disposition under a prospectus	15
Acquisition or disposition under a prospectus exemption	16
Acquisition or disposition pursuant to a take-over bid, merger or acquisition	122
Acquisition or disposition under a purchase/ownership plan	30
Stock dividend	35
Conversion or exchange	36
Stock split or consolidation	37
Redemption/retraction/cancellation/repurchase	38
Short sale	40
Compensation for property	45
Compensation for services	46
Acquisition or disposition by gift	47
Acquisition by inheritance or disposition by bequest	48
Issuer Derivatives	
Grant of options	50
Exercise of options	51
Expiration of options	52
Grant of warrants	53
Exercise of warrants	54
Expiration of warrants	55
Grant of rights	56
Exercise of rights	57
Expiration of rights	58
Third Davis Davis attack	
Third Party Derivatives	
Acquisition or disposition (writing) of third party derivative	70
Exercise of third party derivative	71
Other settlement of third party derivative	72
Expiration of third party derivative	73
Miscellaneous	
Change in the nature of ownership	90
Other	97

- D Indicate the number of securities, or for debt securities, the aggregate nominal value, of the class held, directly and indirectly, after the transaction that is being reported.
- (E) Indicate the nature of ownership, control or direction of the class of securities held using the following codes:

Direct ownership Indirect ownership (identify the registered holder) Control or direction (identify the registered holder) 3

F) For securities that are indirectly held, or over which control or direction is exercised, identify the registered holder

# BOX 6 Remarks

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Add any explanation necessary to make the report clearly understandable.

If space provided for any item is insufficient, additional sheets may be used. Additional sheets must refer to the appropriate Box and must be properly identified and signed.

Office staff are not permitted to alter a report.

# BOX 7 Signature and filing

Sign and date the report

File one copy of the report in each jurisdiction in which the issuer is reporting within the time limits prescribed by the applicable laws of that

Manually sign the report.

Legibly print or type the name of each individual signing the report.

If the report is filed on behalf of a company, partnership, trust or other entity, legibly print or type the name of that entity after the signature.

If the report is signed on behalf of an individual by an agent, there shall be filed with each jurisdiction in which the report is filed a duly completed power of attorney.

If the report is filed by facsimile in accordance with National Instrument 55-102 System for Electronic Disclosure by Insiders (SEDI), the report should be sent to the applicable securities regulatory authority at the fax number set out below.

Alberta Securities Commission 4th Floor, 300 - 5th Avenue S.W. Calgary, AB T2P 3C4 Attention: Information Officer 1

Telephone: (403) 297-6454 (403) 297-6156

British Columbia Securities Commission PO Box 10142, Pacific Centre 701 West Georgia Street Vancouver BC V7Y 1L2 Attention: Supervisor, Insider Reporting \*

Telephone: (604) 899-6500 or (800) 373-6393 (in BC) (604) 899-6550

The Manitoba Securities Commission 1130 - 405 Broadway Winnipeg, MB R3C 3L6

Attention: Continuous Disclosure \*

Telephone: (204) 945-2548 (204) 945-4508

Securities Commission of Newfoundland P.O. Box 8700, 2nd Floor West Block Confederation Building St. John's, NF A1B 4J6 Attention: Director of Securities \* Telephone: (709) 729-4189 Fax: (709) 729-6187

Nova Scotia Securities Commission 2nd Floor, Joseph Howe Building 1690 Hollis Street, P.O. Box 458 Halifax, NS B3J 3J9 FOI Officer

Telephone: (902) 424-7768 Fax: (902) 424-4625

Fax:

Ontario Securities Commission Suite 1903, Box 55, 20 Queen Street West Toronto, ON M5H 3S8 Attention: FOI Coordinator Telephone: (416) 593-8314 Fax: (416) 593-3666

Commission des valeurs mobilières du Québec \*\* Stock Exchange Tower

P.O. Box 246, 22nd Floor 800 Victoria Square Montreal, PQ H4Z 1G3

Attention: Responsable de l'accès à l'information \*

Telephone:

(514) 940-2150 or (800) 361-5072 (in Québec)

(514) 873-3120 Fax:

Saskatchewan Securities Commission 800 - 1920 Broad Street Regina, SK S4P 3V7 Director Attention: Telephone: (306) 787-5645 (306) 787-5899

For questions about the collection and use of personal information.

in Québec questions about the collection and use of personal information may also be addressed to the Commission d'accès à l'information du Québec (1-888-528-7741)

BCSC 55-102F6 (Reverse) Rev. 2001/8/25

М., а